

12-20-1999



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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

MJD 12-1-99

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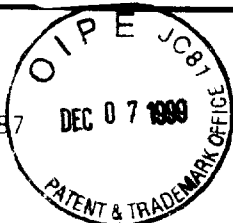
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To the Honorable Commissioner of Pat

... record the attached original documents or copy thereof.

1. Name of conveying party(ies):

AUSTAD HOLDINGS, INC.
1500 Harbor Boulevard
Weehawken, New Jersey 07087



- Individual(s)
- General Partnership
- Corporation-State - Delaware
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: October 7, 1999

2. Name and address of receiving party(ies):

Name: EUCLID LOGISTICS INCORPORATED

Internal Address: _____

Street Address: 1025 NORTH EUCLID AVENUE

City: OAK PARK State: IL ZIP: 60302

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State ILLINOIS
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

SEE ATTACHED EXHIBIT A TO ASSIGNMENT

B. Trademark registration No.(s)

SEE ATTACHED EXHIBIT A TO ASSIGNMENT

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: AMY E. CARROLL, ESQ.

Internal Address: 1500 K Street, N.W.

Suite 1100

Washington, D.C. 20005-1209

Street Address: 1500 K Street, N.W.

Suite 1100

City: WASHINGTON State: D.C. ZIP: 20005

6. Total number of applications and registrations involved: _____

19

7. Total fee (37 CFR 3.41):..... \$ 490.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: _____

(Attach duplicate copy of this page if paying by deposit account)

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01 FC:481 40.00 OP
02 FC:482 450.00 OP

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

AMY E. CARROLL
Name of Person Signing

Amy E. Carroll
Signature

December 7, 1999
Date

Total number of pages comprising cover sheet: _____

5

TRADEMARK



EXHIBIT A
REGISTERED TRADEMARKS

<u>Mark</u>	<u>Reg. No.</u>	<u>Issue Date</u>
ACCUTECH	1,632,458	01/22/91
ACCUTECH	1,608,384	07/31/90
ARSENAL	1,605,767	07/10/90
AUSTAD'S	2,104,867	10/14/97
AUSTAD'S	1,546,543	07/04/89
AVALANCHE	2,226,031	02/23/99
CAPTAIN HOOK	1,658,309	09/24/91
CRUSHER	1,390,051	04/15/86
DEVICE (Golfer & Circle)	2,059,181	05/06/97
DEVICE (Golfer in Oval)	1,916,567	09/05/95
EVERSOFT	1,348,062	07/09/85
HILLSIDER	2,221,009	01/26/99
LINKSPORT	1,699,168	07/07/92
LINKSPORT	1,717,139	09/15/92
NUBBIES	1,319,504	02/12/85
SENATOR (Stylized)	1,039,321	05/11/76
TI POWER	2,109,919	10/28/97

PENDING APPLICATIONS

<u>Mark</u>	<u>Serial No.</u>	<u>Filing Date</u>
AFTER 8	75/481109	05/07/98
TROUBLE LIES	75/453593	03/20/98

ASSIGNMENT OF TRADEMARKS made by AUSTAD HOLDINGS, INC., a Delaware corporation having its principal place of business at 1500 Harbor Blvd., Weehawken, New Jersey 07087 (the "Assignor") in favor of EUCLID LOGISTICS INCORPORATED, an Illinois corporation having its principal place of business at 1025 N. Euclid Ave., Oak Park, Illinois 60302 (the "Assignee").


WHEREAS, the Assignor has adopted, is using and is the owner of (i) the trademarks identified on Exhibit A hereto, for which the Assignor has obtained or applied for federal trademark registrations, and (ii) the other trademarks and trade names identified on Exhibit B hereto (such registered and unregistered trademarks and trade names being herein referred to collectively as "Trademarks"); and

WHEREAS, the Assignee desires to acquire Assignor's entire right, title and interest in and to said Trademarks, together with the good will of the business with which said Trademarks are used and which are symbolized by said Trademarks and any and all registrations and renewals thereof along with any and all rights and privileges provided under said Trademarks pursuant to laws of the United States, the individual states thereof, and foreign countries or otherwise (collectively, the "Trademark Rights").

NOW, THEREFORE, BE IT RESOLVED, that for good and valuable consideration, the receipt of which is hereby acknowledged by the Assignor, the Assignor has sold, assigned, transferred and set over, and does hereby sell, transfer, convey and assign unto the Assignee its entire right, title and interest in and to the Trademark Rights, the right to recover for past infringement of said Trademark Rights, and the good will of the business of the Assignor, in connection with which said Trademark Rights are used and which is symbolized by said Trademark Rights.

Assignor shall, without further consideration, execute any additional documents, bills of sale, assignments, recordation forms, or other instruments of transfer as may be reasonably requested to vest in Assignee clear and marketable title to the Trademark Rights.

AUSTAD HOLDINGS, INC.

By: 
 Title: VICE PRESIDENT & Corporate Controller
 Date: October 7, 1999

STATE OF MISSISSIPPI

MISS

COUNTY OF JEFFERSON

On this the 7th day of October, 1999, personally appeared Paul S. [unclear] to me known and acknowledged that he executed the foregoing Assignment of Trademarks on behalf of said AUSTAD HOLDINGS, INC. and pursuant to authority duly received.

[Signature]

Notary Public

My commission expires:

LAZARA M. MOREJON

My Commission Expires July 2, 2001